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ture v. Meyers, (Colo.), 77 Pac. Rep. 372, and cases cited therein. The authorities touching the right of a governor to remove state or county officers without judicial review are not in point in this case, because there is no contract between governor and officer. Moreover, not all the cases give the governor this right. *Dullan v. Willson*, 53 Mich. 392. Contra: *Territory of Dak. v. Cox*, 6 Dak. 501.

CORPORATIONS—LIABILITY OF DIRECTORS FOR EXCESSIVE INDEBTEDNESS.—Action by a single creditor to enforce the liability of the directors of a corporation under a statute providing that "no debts shall be contracted by the corporation exceeding in amount two-thirds of the capital actually paid in; and a director assenting to the creation of an indebtedness exceeding such amount, shall be personally liable for the excess." Demurrer by defendants on the grounds (1) that all the creditors in excess were not joined as plaintiffs, and (2) that the remedy, if any, was in equity, and not at law. *Held*: (1) that each creditor in excess must sue alone, and is entitled to what he recovers; (2) that the liability is original, enforceable by an action at law. *Hilliard v. Lyman et al.* (1905), — C. C. D. Vt. —, 138 Fed. Rep. 469.

The only case cited in the opinion is *Windham Provident Institution v. Sprague*, 43 Vt. 502. The decision in *Horner v. Henning et al.*, 93 U. S. 228, 23 L. Ed. 879, was not referred to. In that case, in construing a similar statute, the Supreme Court held: (1) that the remedy is in equity; (2) that the excess constitutes a fund for the benefit of all creditors in excess, and, therefore, that a suit could not be maintained by a single creditor. To the same effect are *Stone v. Chisolm*, 113 U. S. 302, 28 L. Ed. 993, 5 S. Ct. 197; *Winchester v. Mabury*, 122 Cal. 522, 55 Pac. 393; *Woolverton et al. v. Taylor et al.*, 132 Ill. 197, 22 Am. St. Rep. 527, 23 N. E. 1009; *Whitney v. Wilcox et al.*, 58 App. Div. (N. Y.) 57; *Tradesman Pub. Co. v. Car Wheel Co.*, 95 Tenn. 634, 32 S. W. 1097. In these cases, however, the liability was "to the creditors of the corporation," while the act construed in the principal case merely provided for "a liability for the excess," without saying to whom, and the court evidently construed this as meaning a liability only to the creditors in excess. For a consideration of this distinction see the opinion of Judge O'Brien in *National Bk. v. Dillingham*, 147 N. Y. 603, 49 Am. St. Rep. 697, 42 N. E. 340. See also, THOMPSON ON CORPORATIONS §§ 4264, 4265.

CRIMINAL LAW—LARCENY DISTINGUISHED FROM FALSE PRETENSES.—The defendant agreed to buy a house for the prosecutrix, an intimate relative, and completed the purchase of one from Stalford. Stalford gave the defendant a bill of sale which purported to transfer the house from Stalford to the prosecutrix. The price was \$90. The defendant told the prosecutrix that the price was \$500. The prosecutrix gave the defendant that amount of money, and she converted it, with the exception of \$90 paid by her to Stalford, to her own use. *Held*, that she was properly charged with larceny, but judgment of conviction was reversed for wrongful exclusion of evidence. *People v. Delbos* (1905), — Cal. —, 81 Pac. Rep. 131.

The case is interesting because it shows how difficult it may be to apply